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**UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA**

KEITH ANDREWS, an individual, et
al.,

Plaintiffs,

v.

PLAINS ALL AMERICAN
PIPELINE, L.P., a Delaware limited
partnership, et al.,

Defendants.

Case No. 2:15-cv-04113-PSG-JEMx

**PLAINTIFFS' SUPPLEMENTAL
MEMORANDUM OF POINTS AND
AUTHORITIES IN SUPPORT OF
MOTION FOR FINAL APPROVAL
OF CLASS ACTION SETTLEMENT**

Date: September 20, 2022

Time: 1:30 p.m.

Judge: Hon. Philip S. Gutierrez

Courtroom: 6A

1 Plaintiffs respectfully submit this supplemental memorandum in support of
 2 their motion for final approval of the proposed Settlement. Dkt. 952. As set out in
 3 Plaintiffs' initial memorandum, the combined \$230 million, non-reversionary
 4 Settlement before the Court is fair, adequate, and reasonable, and should be finally
 5 approved pursuant to Fed. R. Civ. P. 23(e). The Settlement was reached on the eve
 6 of trial and only after an extraordinary degree of discovery and motion practice, and
 7 with the aid of experienced mediators who oversaw several mediation sessions over
 8 the course of many years. The proposed Settlement represents a substantial and
 9 impressive percentage of the Classes' maximum recoverable damages, and it heads
 10 off the unpredictable risks of trial and appeals – risks that are amplified in this case
 11 given its complexity, novelty, and scale.

12 Class members' response to the proposed Settlement indicates that they agree
 13 with this assessment. After implementation of a rigorous Class Notice plan that
 14 included individual mailed notice to thousands of Fisher and Property Class
 15 members, supplemented by extensive published notice, not a single Class member
 16 has objected to the proposed Settlement.¹ The absence of objections, after a robust
 17 notice program, further supports final approval here.² "It is established that the
 18 absence of a large number of objections to a proposed class action settlement raises
 19 a strong presumption that the terms of a proposed class settlement action are

20
 21 ¹ A single Property Class member objected to the distribution plan because her
 22 property was included in the "Moderate" rather than "Heavy" oiling category.
 23 However, she does not challenge the Settlement itself or the Property Plan of
 24 Distribution generally. The issue she raises relates only to the classification of her
 25 individual property, and is based on the mistaken assumption that properties
 26 categorized as having sustained "Moderate" rather than "Heavy" oiling are treated
 27 differently in their allocations. They are not. These two oiling categories receive the
 28 same Fixed Share. This misunderstanding is more fully addressed in Plaintiffs' Supplemental Memorandum in Support of the Plans of Distribution, Section II.A.

² See Dkt. 959, Declaration of Jennifer Keough ("Keough Decl.") ¶ 11-14. The Supplemental Declaration of Jennifer Keough ("Keough Supp. Decl.") describes the Administrator's efforts since July 29, 2022, including following-up on undeliverable direct mail notices, fielding inquiries through the website and toll-free number, and establishing the online claims submission portal.

favorable to the class members.” *Nat’l Rural Telecomms. Coop. v. DIRECTV, Inc.*, 221 F.R.D. 523, 529 (C.D. Cal. 2004); *see also Churchill Vill., LLC v. Gen. Elec.*, 361 F.3d 566, 577 (9th Cir. 2004) (affirming district court’s approval of settlement where 45 of 90,000 class members objected to the settlement and 500 class members opted out); *Smith v. Experian Info. Sols., Inc.*, No. SACV 17-00629-CJC (AFMx), 2020 WL 6689209, at *4 (C.D. Cal. Nov. 9, 2020). The absence of objections is especially meaningful given that many Class members have substantial recoveries at stake and therefore have more incentive to make any objections known. *See* Dkts. 951-1 ¶¶ 71, 75, 80; 951-2 ¶ 62; *see also* 4 NEWBERG AND RUBENSTEIN ON CLASS ACTIONS § 13:58 (6th ed.).³

For the reasons stated above and in their initial memorandum in support of final settlement approval, Plaintiffs respectfully request that the Court grant their motion for final approval of the proposed Settlement as fair, adequate, and reasonable.

Dated: September 2, 2022

Respectfully submitted,

By: /s/ Robert J. Nelson

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³ Thirty-four Class members opted out of the case after the Classes were initially certified, prior to the Settlement. Plaintiffs have attached an amended proposed order that includes this list of opt-outs and references the lack of objections to the Settlement.

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